

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS

SKYLINE SOFTWARE SYSTEMS, INC.

Plaintiff,

v.

KEYHOLE CORPORATION,

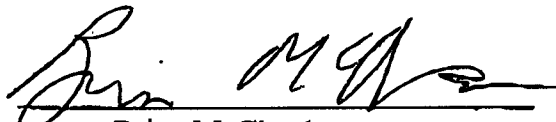
Defendant.

Civil Action No. 04-11129 DPW

**DECLARATION OF BRIAN MCCLENDON IN SUPPORT OF  
KEYHOLE CORPORATION'S MOTION TO TRANSFER VENUE**

1. I am currently Vice-President of Engineering at Keyhole. I make this affidavit in support of Keyhole's motion to transfer venue. I have personal knowledge of the following facts and could competently testify as to their truth.
2. I have been Vice-President of Engineering at Keyhole for one (1) year.
3. In my capacity as Vice-President of Engineering, I am responsible for managing Keyhole's product engineering. I am knowledgeable about the research, development, design and engineering of the accused products.
4. In addition, I would also suffer personal hardship if I were required to travel to Massachusetts for court proceedings. I reside in Northern California. As a father of one young child, any time away from my family would result in personal hardship.

I declare under penalty of perjury, in accordance with 28 U.S.C. § 1746, that the foregoing is true and correct. Executed, this 1<sup>st</sup> day of November 2004, at Mountain View, California.

  
Brian McClendon